P02000031064

Requester's Name

Ezequiel Cuevas Sanclemente
3821 SW 160 Avenue, Suite #201-2
Miramar, Fl 33027

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ _____
(Corporation Name) (Document #)

2. _____ _____
(Corporation Name) (Document #)

3. _____ _____
(Corporation Name) (Document #)

4. _____ _____
(Corporation Name) (Document #)

600005111156--9
-03/15/02--01064--001
*****78.88 *****70.00

☐ Walk in ☐ Pick up time _____ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

FILED
2002 MAR 15 PM 12:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials ✓

3/21/02

CR2E031(7/97)

FILED

2002 MAR 15 PM 12:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
CUEVAS ENTERPRISES, INC.

We the undersigned, hereby agree and associate ourselves together for the purpose of becoming a Corporation under the General Corporation Laws of the State of Florida, providing for the formation, liabilities, rights privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation hereby formed under these Articles shall hence and from this day, subject to the approval of the Secretary of State, State of Florida, be known as CUEVAS ENTERPRISES, INC..

ARTICLE II

The company formed under these Articles of Incorporation shall be endowed with the following power:

1. Sue and be sued, and appear and defend in all actions and proceedings in its corporate name as a natural person.

2. Adopt and use a corporate seal and alter the same.

3. Appoint such officers and agents as its affairs shall require, and allow them suitable compensation.

4. Adopt, change, amend and repeal its By-Laws, not inconsistent with Law, and its Certificate of Incorporation for the exercise of its stock or other evidence or interest of membership, and the calling and holding of meetings by its shareholders and stockholders.

5. Increase or diminish, by vote of its stockholders , shareholders, or members, cast as the By-laws may direct, the number of directors, managers, or trustees of this corporation, and the Resident Agent for Service process providing the number of aforementioned shall never be less then one (1) nor more than seven (7). This provision of these Articles of Incorporation shall be strictly construed and governed by the By-Laws of the corporation and the applicable General Corporate Laws of the State of Florida.

6. Make and enter into contracts necessary and proper for the conduct of its business.

7. **a.** Conduct business, have one or more offices in, and buy, hold. sell, mortgage, and convey or otherwise dispose of franchise in, this State and on the several states, territories, possessions and dependencies of the United States, the district of Columbia, and in foreign countries.

b. Purchases the corporate assets of any other corporation, and engage in the same character of business.

c. Acquire, enjoy, utilize and dispose of patents, copyrights and trade marks, and any licenses or other rights or interests thereunder or therein.

d. Take, hold sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

8. **a.** Guarantee, endorse, purchase, hold , sell , transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of any bonds securities or other evidences of indebtedness created by or owned by any corporation public or closed to this State or any foreign country, or domestic or foreign government; while the owner of such stock exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

b. Purchase, hold, sell and transfer shares of its own stock provided that no corporation shall purchase any of its own capital stock except form the surplus of its assets over its liabilities including capital. Shares of its own capital stock, owned by the Corporation shall not voted directly or indirectly or be counted as outstanding for the purpose of any stockholder's quorum or vote.

9. Do all and everything necessary and proper for the accomplishment of the objects enumerated in its Certificate of Incorporation or necessary or incidental to the benefit and protection or the Corporation whether or not such business is similar in nature to the objects enumerated in this . Its Certificate of Incorporation.

10. **a.** Contracts debts and borrow money at such rates of interest not to exceed the Lawful rate of interest and upon such terms as its Board of Directors mat deem necessary or expedient and shall authorize and agree upon, issue and sell or pledge bonds, debentures, notes and another evidences or indebtedness, whether secured or unsecured and executed such mortgages or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as the occasion may require and the Board of Directors deem expedient.

b. Provisions may be made in such instruments for the transferring or corporate property of every kind and nature then belonging to or thereafter acquired by such corporation as security for any bonds, notes debentures or other evidences or indebtedness issued or debt or sums of money owing by said corporation.

c. In case of sales any property by virtue of any such instrument of foreclosure, the part acquiring title shall have the same rights privileges, grants, franchises, immunities and advantages, in and by such instruments enumerated or conveyed, as belonged to the Corporation, executing the instrument or contracting the debt.

11. This Corporation has the power to make gifts for educational, scientific or charitable purpose. Said gifts and allowances to be determined by a majority of the Board of Directors, and only after the approval of the majority vote of the shareholder shall said gifts be allowed.

ARTICLE III

In addition to the foregoing Articles the said Corporation, CUEVAS ENTERPRISES, INC., shall have as its principal business objective music publishing company in full and complete compliance with the Laws of the Stater of Florida and to Conduct all business purposes set forth by said statutes.

Said corporation may engage in any and all types of associated or relative business and may pursue any and all business objectives in accordance with this Certificate of Incorporation and in accordance with the Laws of the State of Florida.

ARTICLE IV

The total amount of capital stock authorized by this Corporation herein known as CUEVAS ENTERPRISES, INC., shall be 100 shares of per value stock. Each share of stock shall have a Five (US$5.00) dollar per value, and all of the shares enumerated herein shall be preferred stock to have one (1) vote per share held, wherein the total voting stock would be 100 shares constituting 100 votes.

ARTICLE V

This Corporation shall have perpetual existence.

ARTICLE VI

The Corporation herein shall begin business with capital in amount of One Hundred Dollars (US$100), Said amount to be deposited in a bank account in Florida, a banking institution in cash for sole purpose of beginning business under the name of CUEVAS ENTERPRISES, INC.

ARTICLE VII

This Corporation shall maintain its principal place of business, at 3821 SW 160 Avenue, Suite #201-2, Miramar, Fl 33027

ARTICLE VIII

There shall be not less than One (1) director but not more than Seven (7) at all times who shall constitute the Board of Directors of said Corporation.

ARTICLE IX

The following named person shall constitute the first Board of Directors of CUEVAS ENTERPRISES, INC.

Ezequiel Cuevas Sanclemente
3821 SW 160 Avenue, Suite #201-2
Miramar, Fl 33027

and shall hold office for the first year of existence of said Corporation. These Directors shall hold office until a vote of the shareholders is held wherein their successors are elected and appointed and have qualified:

Ezequiel Cuevas Sanclemente
3821 SW 160 Avenue, Suite #201-2
Miramar, Fl 33027

ARTICLE X

The following named person and his address herein appear as subscribers to thee Articles of Incorporation:

Ezequiel Cuevas Sanclemente
3821 SW 160 Avenue, Suite #201-2
Miramar, Fl 33027

ARTICLE XI

This Corporation shall have the power to incur any and all liabilities and debts in pursuance of its corporate purposes. Said debts and liabilities shall be paid out to the corporate treasury upon the signature of Ezequiel Cuevas Sanclemente, signing thereon singly, one signature required.

No single officer, director or agent shall have the privilege of the instituting legal action, claim, settlement, release, satisfaction or discharge or other legal process without the advise and consent of the Board of Directors by and through majority of said Board. In the event that one of the Officer, director or agent so carries or acts so as to incur liability without the advise and consent of the Board of Directors, said acts shall be nullity said Corporation and the Corporation shall not be liable nor responsible therefore.

ARTICLE XII

The officers to conduct business and the affairs of this Corporation for the first year of operation and thereafter until a vote of the shareholders at their annual meeting shall be as follows:

Ezequiel Cuevas Sanclemente, President

ARTICLE XIII

Designating of Resident Agent for Service of Process and Residence of Agent.

The following named person is herein designated Resident Agent for Service of Process and by executing these articles of Incorporation does herein accept said designation and his residence is set forth as follows: **10661 N. Kendall Drive, Suite 218, Miami Fl 33176.**

I have read the foregoing and acknowledge the duties and obligations of Resident Agent for Service of Process and accept the same.

Angela E Paniagua

Angela Paniagua
10661 N. Kendall Drive, Suite 218
Miami, Fl 33176

IN WITNESS WHEREOF the stockholder and subscriber have hereunto set his hands and seals this 11th day of March 2002.

Ezequiel Cuevas Sanclemente

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that this day personally appeared before me , an officer fully authorized to administer oaths and take acknowledgments, Ezequiel Cuevas Sanclemente, well known to me to be the person who is described in the foregoing Articles of Incorporation of CUEVAS ENTERPRISES, INC., and who signed the same, and he acknowledged to me that he/she executed the same freely and voluntarily for the purpose expressed therein.

WITNESS my hand and seal this 11th day of March 20_____ at Miami, Dade County, Florida.

Angela E Paniagua

Notary Public

My Commission expires:

Angela E. Paniagua
Commission # CC 922485
Expires April 3, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING OR CHANGING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statutes the following is submitted , in compliance with said act :

First-that Cuevas Enterprises, Inc. desiring to organized under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Miami, County of Dade, State of Florida had named Angela Paniagua located at 10661 N. Kendall Drive Suite 218 Miami , State of Florida , County of Dade as its Agent to accept Service of Process within this State.

ACKNOWLEDGMENT:

Having been named to accept serviced of process for the above stated corporation at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act as pursuant to the provisions of Sections 607.0502 or 607.1508 and 617.1508. Florida Statutes and as authorize by the board of directors, relative to keeping open said office.

Angela E Paniagua

Registered Agent
Angela Paniagua

FILED
2002 MAR 15 PM 12:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA